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*Attorneys for Irving H. Picard, Trustee for the
Substantively Consolidated SIPA Liquidation of
Bernard L. Madoff Investment Securities LLC
and for the Estate of Bernard L. Madoff*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation
of Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

BARBARA S. GROSS 2006 GRAT, a New York
trust, THE LORA TRUST U/A 8/29/89, a New
York trust, LORA JOY APPLETON, as trustee and
as an individual, SUSAN J. ANOLICK, as trustee,
and BARBARA S. GROSS,

Defendants.

Adv. Pro. No. 10-04389 (SMB)

STIPULATION AND ORDER FOR SUBSTITUTION OF DEFENDANT

WHEREAS, on November 30, 2010, Irving H. Picard (the “Trustee”), as trustee for the liquidation of the business of Bernard L. Madoff Investment Securities LLC under the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa *et. seq.*, and the substantively consolidated estate of Bernard L. Madoff individually, filed the above-captioned avoidance action (the “Action”) in the United States Bankruptcy Court for the Southern District of New York (the “Court”) against (i) Barbara S. Gross 2006 GRAT (“Gross GRAT”); (ii) The Lora Trust U/A 8/29/89 (“Lora Trust”); (iii) Lora Joy Appleton, as trustee of the Gross GRAT, and individually as beneficiary of the Lora Trust; (iv) Susan J. Anolick, as trustee of the Lora Trust; and (v) Barbara S. Gross, as grantor and a beneficiary of the Gross GRAT (collectively, “Defendants”) [Dkt. 1];

WHEREAS, Barbara S. Gross died during the pendency of the Action;

IT IS THEREFORE MUTUALLY AGREED AND STIPULATED, by and between the Trustee and counsel for Defendants, Estate of Barbara S. Gross (“Estate”),¹ and Fiduciary Trust International of the South, as personal representative of the Estate (“FTIS”), as follows:

1. The Estate and FTIS as personal representative of the Estate are hereby substituted into the Action in place of Barbara S. Gross, deceased, and the complaint filed in the Action on November 30, 2010 (the “Complaint”) shall be deemed so amended.

2. The Estate’s responses, affirmative defense and reservation of rights to the Complaint set forth in the Answer, dated June 13, 2011, shall be deemed amended and treated as responses, affirmative defenses and reservation of rights by both the Estate and FTIS and neither the Estate nor FTIS shall have any further obligation to otherwise answer the Complaint.

¹ *In Re: Estate of Barbara S. Gross*, in the Circuit Court for Miami Dade County, Florida, Probate Division, File No. 11-2627.

3. The Clerk of the Court is hereby directed to amend the caption in the Action to remove Barbara S. Gross and substitute the Estate and FTIS as personal representative of the Estate, as reflected on Exhibit A to this stipulation.

4. Undersigned counsel for the Estate and FTIS as personal representative of the Estate expressly represents that it has the authority to accept service of all pleadings and other papers on behalf of the Estate and FTIS as personal representative of the Estate.

5. Except as expressly set forth herein, the parties to this stipulation reserve all rights and defenses they may have and agree that the entry into this stipulation shall not expand or affect any rights they do not otherwise have.

6. This stipulation may be signed by the parties in any number of counterparts, each of which when so signed shall be an original, but all of which shall together constitute one and the same instrument. A signed facsimile, photostatic, or electronic copy of this stipulation shall be deemed an original.

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Dated: December 17, 2014
New York, New York

Of Counsel:

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*Attorneys for Named Defendants and the Estate
of Barbara S. Gross and Fiduciary Trust
International of the South*

SO ORDERED:

Dated: December 18th, 2014
New York, New York

/s/ STUART M. BERNSTEIN
HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

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BARBARA S. GROSS 2006 GRAT, a New York
trust, ESTATE OF BARBARA S. GROSS,
FIDUCIARY TRUST INTERNATIONAL OF THE
SOUTH, a Florida corporation, as personal
representative, LORA JOY APPLETON, as trustee
of the Barbara S. Gross 2006 GRAT and as an
individual, THE LORA TRUST U/A 8/29/89, a
New York trust, and SUSAN J. ANOLICK, as
trustee of The Lora Trust U/Q 8/29/89 and as an
individual,

Defendants.

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